# EXHIBIT A

# IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE

In re:	Chapter: 11
LVI INTERMEDIATE HOLDINGS, INC., et al.,	Case No. 20-11413 (KBO) (Jointly Administered)
Debtors. <sup>1</sup>	(Jointry Administered)

DECLARATION OF EDWARD T. GAVIN, CTP IN SUPPORT OF THE APPLICATION OF THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR AN ORDER UNDER BANKRUPTCY CODE SECTIONS 1103 AND 328 AND BANKRUPTCY RULE 2014(A)(I) AUTHORIZING THE EMPLOYMENT AND RETENTION OF GAVIN/SOLMONESE LLC NUNC PRO TUNC TO JUNE 23, 2020 AS FINANCIAL ADVISOR TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS

- I, Edward T. Gavin, CTP<sup>2</sup> hereby declare under penalty of perjury:
- 1. I am a Managing Director of the firm Gavin/Solmonese LLC ("Gavin/Solmonese"), with offices at 919 N. Market Street, Suite 600; Wilmington, DE 19801 and other locations, and I am duly authorized to make this statement on behalf of Gavin/Solmonese. This Declaration is given in support of the *Application of the Official Committee of Unse*-

The Debtors in these cases, along with the last four digits of their respective federal taxpayer identification numbers are as follows: LVI Intermediate Holdings, Inc., (7674);Total Vision Institute, LLC (7571); QualSight, LLC (3866); The LASIK Vision Institute, LLC (7564); Cataract Vision Institute, LLC (7697); Healthcare Marketing Services, LLC (9982); Cataract Vision Institute Florida, LLC (3423); TLC Vision Center Holdings, LLC (5400); TLC Vision Centers, LLC (8271); TLC Whitten Laser Eye Associates, LLC (0182); TruVision, LLC (3399); TruVision Contacts, LLC (3399); Laser Eye Surgery, LLC (3448); TLC Laser Eye Centers (Refractive I), LLC (2702); TLC The Laser Center (Pittsburgh) L.L.C. (2881); TLC The Laser Center (Indiana) LLC (8456); TLC The Laser Center (Institute), LLC (0959); and LVI Missouri, LLC (7088). The Debtors' executive headquarters are located at 1555 Palm Beach Lakes Blvd., Suite 600, West Palm Beach, Florida 33401.

The suffix "CTP" refers to "Certified Turnaround Professional", a credential awarded by the Association of Certified Turnaround Professionals based upon, *inter alia*, at least five years experience as a turnaround professional, passage of a rigorous examination, an extensive background check, and maintenance of continuing professional education.

cured Creditors for an Order Under Bankruptcy Code Sections 328 and 1103 and Bankruptcy Rule 2014(a) Approving the Employment and Retention of Gavin/Solmonese LLC Nunc Pro Tunc to June 23, 2020, as Financial Advisor to the Official Committee of Unsecured Creditors, in part on personal knowledge and in part on information and belief based on discussions with individuals at Gavin/Solmonese whom I consider reliable for the purposes of the matters discussed, and in part on reviewing records provided to me by Gavin/Solmonese colleagues and employees.

- 2. Gavin/Solmonese has extensive experience and expertise as financial advisors and turnaround management specialists in bankruptcy and reorganization proceedings. The Official Committee of Unsecured Creditors (the "Committee") in these cases seeks the employment of Gavin/Solmonese to provide financial advisory services for the Committee in connection with carrying out its fiduciary duties and responsibilities under Chapter 11 of Title 11 of the United States Code (the "Bankruptcy Code") consistent with §1103(c) and other provisions of Title 11.
- 3. Gavin/Solmonese is well-qualified to provide financial advisory services to the Committee of LVI Intermediate Holdings, Inc. *et al* (the "Debtors") in these Chapter 11 cases. Gavin/Solmonese professionals have broad-based experience and a respected reputation as financial advisors in bankruptcy and reorganization proceedings. Through Gavin/Solmonese, the Committee will have the benefit of such knowledge and experience as may be needed.
- 4. Gavin/Solmonese is not a law firm and does not "represent" clients in the sense that attorneys do, nor is Gavin/Solmonese subject to licensing requirements or conflicts of interest regulations pursuant to state law.

- Gavin/Solmonese has numerous employee professionals ("Employees") 5. (and, as of this writing, two non-employee independent contractors ("Associates") neither of which will work on this matter). The Associates each have written independent contractor agreements with Gavin/Solmonese or its predecessor entities, pursuant to which they may provide services to Gavin/Solmonese or its predecessor and, through Gavin/Solmonese, to its clients, through a business entity owned by each Associate and of which the Associate is the sole employee, except possibly for family members. Each of the Associates or their respective business entities does all or substantially all of its business with Gavin/Solmonese or its predecessor, and all of them are considered regular members of Gavin/Solmonese's professional staff and may be featured in Gavin/Solmonese's marketing literature and on its website. Compensation received by the Employees and Associates or their respective entities is based in substantial part upon fees received by Gavin/Solmonese from each of Gavin/Solmonese's clients on whose cases they work. Gavin/Solmonese has two Principals, one of whom is an employee and one of whom is an equity holder of Gavin/Solmonese whose services are provided through a personal corporation that engages in the sole activity of providing the Principal's services to Gavin/Solmonese and has no other employees, business activity or connections. Compensation received by the equity holder Principal is not based upon fees received by Gavin/Solmonese from any given client of Gavin/Solmonese's on whose cases they work.
- 6. Gavin/Solmonese has undertaken an extensive examination of its database of existing and former clients to determine whether it had or has any connections with parties in interest in these cases. Specifically, based upon the information provided by the Debtors, Gavin/Solmonese's analysis included: the Court; the Debtors; the Debtors' insiders, the thirty

- (30) largest unsecured creditors of the Debtors as listed on the Debtors' petition; professionals for the Debtors; the United States Trustee's Office; the Debtors' current officers and directors; and any known parties to any known executory contracts sought to be rejected by the Debtors, and all other parties appearing on Appendix "A" to this Declaration.
- 7. Based on the database examination specified above, Gavin/Solmonese wishes to disclose as follows: The Debtors have retained or seek to retain Cole Schotz, P.C. as their legal counsel, Alvarez & Marsal as their financial advisor and Raymond James & Associates as investment banker. Gavin/Solmonese is presently engaged as financial advisor to the VG Liquidating Trust, for which entity Cole Schotz, P.C. serves as counsel. The debtors' board of directors is represented by Saul Ewing Arnstein & Lehr LLP. Gavin/Solmonese is liquidating trustee for the Limitless Mobile Liquidating Trust, an entity for which Saul Ewing Arnstein & Lehr LLP serves as counsel. Banyon Street/GAP Satellite Place 400 Owner, LLC is represented by Wiles & Wiles, LLP; 555 Associates is represented by Kurtzman | Steady, LLC; Tower 1555, LLLP is represented by Furr and Cohen, P.A.; Alcon Laboratories is represented by Greenberg Traurig; OptumRx, Inc. is represented by Shipman & Goodwin LLP; Wann Corporation and Blaymore I, LP are represented by Campbell & Levine, LLC and Metz Lewis Brodman Must O'Keefe LLC; PJP PropCo II, LLC is represented by Pepper Hamilton, LLP; Oakland Common Acquisitions LLC is represented by Honigman LLP; Treeline 100-300 CGP LLC is represented by Forcelli Deegan Terrana LLP; Regions Bank is represented by Burr & Forman LLP; Tysons Park Place II LLC is represented by Offit Kurman, P.A.; Bellevue Lincoln Plaza, LLC is represented by Miller Nash Graham & Dunn LLP; Brandywine Operating Partnership, L.P. is represented by Sirlin Lesser & Benson, P.C.; Genesis Building Ltd. is represented by Meyers, Roman, Friedberg

& Lewis LPA; Camelback 2929 Owner, LLC is represented by Ballard Spahr LLP. Class action plaintiff Tamara Williams is represented by Cross & Simon, LLC. Finally, the Official Committee of Unsecured Creditors has proposed to retain Morrison & Foerster LLP and Morris James LLP as its counsel. Gavin/Solmonese has in the past, either directly or through predecessors, worked in the same cases as, and may currently work in the same cases as, some of the professional firms that will be involved in these cases, including those set forth above, in connection with matters wholly unrelated to these Chapter 11 proceedings. One or more individual creditors of the Debtor may also be creditors in other, unrelated, cases in which Gavin/Solmonese is employed, either as an advisor or as a post-confirmation liquidating trustee. In addition, Gavin/Solmonese has been in the past and may, in the future, be referred to clients by some or all of the professional firms referenced herein and may refer opportunities for work to the professional firms referenced herein.

- 8. I hereby disclose, pursuant to Bankruptcy Rules 2014 and 5002, that neither I, nor any employee of GavinSolmonese, are a relative of the bankruptcy judge approving this appointment, nor any employee of this Court. Therefore, I believe that the Court may approve the retention of Gavin/Solmonese LLC in this matter.
- 9. In an effort to comply with guidance with respect to disclosures pursuant to Bankruptcy Rule 2014 and the means by which these disclosures are best managed, Gavin/Solmonese has implemented a series of steps to be followed by all Employees and Associates when seeking engagement in a case by an Official Committee (the "Creditor Contact Disclosure Protocol"). Gavin/Solmonese trifurcates the members of the creditors body into distinct groups for purposes of this disclosure, based on the degree of contact with the respective creditors prior to the organizational meeting of the Committee: Creditor

Discussions; Creditor Contacts, and; Creditor No-Contacts.

a. Creditor Discussions are those instances where Gavin/Solmonese contacted a member of the largest creditors list as filed by the Debtor with their bankruptcy petition and where the creditor invited Gavin/Solmonese to send along overview information about NHB via email and where the creditor may have initiated contact with Gavin/Solmonese or where substantive discussions occurred with between Gavin/Solmonese, the creditor and/or the creditor's counsel. No creditor discussions occurred.

b. Creditor Contacts are those instances where Gavin/Solmonese made telephonic or email contact with a creditor but, either due to lack of interest in serving on the committee on the creditors' part or because the creditor did not wish to receive any information from Gavin/Solmonese (for any reason), no information about Gavin/Solmonese was sent and no further contact occurred. Creditor Contacts occurred with no creditors.

- c. No-Contact Creditors are those instances where, for any reason, no contact was made with a creditor. No-Contact Creditors are, by process of elimination, those members of the creditors list not already mentioned herein.
- 10. Gavin/Solmonese has an affiliated separate legal entity, NHB Capital Partners, LP ("NHBCP"). NHBCP is an affiliate that sources investment capital to be invested as debt or equity in distressed companies in North America, and sources investment and/or lending opportunities for NHBCP's Limited Partner(s) (the "LP" or "LPs"). NHBCP earns a transaction fee for each funded transaction. The amount of the transaction fee is a fixed percentage of the total funding transaction amount.

- 11. As of the date of this Declaration, NHBCP currently has a single Limited Partner ("LP"), Saybrook Corporate Opportunity Fund. NHBCP may, in the future, have different or additional LPs. At no time in the past, nor at any time in the future, will NHBCP LPs be affiliates of Gavin/Solmonese. They are independent unrelated entities with their own fiduciary obligations to their own investors. Gavin/Solmonese is not an investor in any LPs.
- 12. Due diligence responsibilities related to potential transactions involving NHBCP transactions are those of the LPs and neither Gavin/Solmonese nor its Employees or Associates are involved in such transactions, unless engaged separately by the LPs on a basis unrelated to any existing Gavin/Solmonese engagements.
- 13. The terms of the Joint Venture and Partnership agreements provide that Gavin/Solmonese has no requirement to show opportunities to NHBCP in cases where Gavin/Solmonese is engaged by a party in interest in a case filed under Chapter 11 of the Bankruptcy Code, or in any matter that is court-supervised (such as an Assignment for the Benefit of Creditors, Receivership or other court-supervised disposition of assets). Therefore, NHBCP will not participate in these cases.
- 14. In cases in which Gavin/Solmonese has been retained with Bankruptcy Court approval, Gavin/Solmonese may show opportunities for investment, issuance of debt or purchase of assets to entities that may be LPs. Such transactions are unrelated to NHBCP. Therefore, Gavin/Solmonese may, in the course of informing potentially interested parties of the opportunity to acquire some or all of the Debtors' assets, show this opportunity to one or more LPs or to parties who are, without Gavin/Solmonese's knowledge, investors in the LPs. Gavin/Solmonese has no economic interest in the investment activities of NHBCP LPs in transactions that are not initiated by NHBCP. Thus, a LP executing an acquisition that is

not sourced by NHBCP results in no economic benefit to NHBCP or Gavin/Solmonese. Accordingly, neither Gavin/Solmonese nor NHBCP will benefit from any transaction in these cases.

- 15. Gavin/Solmonese's standard agreements (which are utilized only in nonbankruptcy engagements or in those bankruptcy cases where Gavin/Solmonese is engaged by a Debtor in Possession) include a disclosure of NHBCP and provide both Gavin/Solmonese's clients and the lenders to Gavin/Solmonese's clients with "opt-in" and "opt-out" rights with respect to NHBCP consideration of any financing, investment or sale opportunities that might arise with respect to that client. At all times, NHBCP and Gavin/Solmonese adhere strictly to the Turnaround Management Association's Code of Ethics and, in particular with respect to NHBCP, Ethical Standard 2.7 (Ownership)<sup>3</sup>.
- 16. Additionally, neither I, nor Gavin/Solmonese, nor any Employee or professional of Gavin/Solmonese, nor any Associate of Gavin/Solmonese, insofar as I have been able to ascertain:
  - is a creditor of the Debtors; a.
  - is a direct or indirect equity interest holder of the Debtors; b.
- c. is or has been an officer within two years before commencement of these Chapter 11 cases, director or employee of the Debtors or an "insider" of the Debtors

<sup>3</sup> E.S. 2.7 (Ownership):

<sup>(</sup>A) TMA recognizes the difficulties involved with respect to equity ownership of a troubled company client; (B) If a member owns or obtains a direct or indirect financial interest in a client, such interest must be disclosed to creditors and stockholders of the client on a timely basis, must be negotiated prior to the assignment and additional equity ownership should not be negotiated during the course of an engagement; (C) If an equity interest in a troubled business client results in the member gaining control of the client, the conditions and circumstances whereby the interest is obtained should be set forth in writing and agreed to prior to commencement of the engagement. Equity interests held by parties affiliated with the member shall be aggregated with the member's direct interest to determine whether or not the member would control the client. The member should insist that the client obtain legal counsel to represent the client with respect to negotiating and documenting the equity interest to be obtained by the member.

as that term is defined in § 101(31) of Title 11 of the United States Code, 11 U.S.C. § 101 (the "Bankruptcy Code");

- d. presently provides services to a creditor or equity interest holder of the Debtors, or a person otherwise adverse or potentially adverse to the Debtors or the Debtors' estates on any matter that is related to the Debtors or the Debtors' estates or, except as described in paragraph 7 above, on any matter that is unrelated to the Debtors or the Debtors' estates;
- e. except as described in paragraph 7 above, has any other connection with the Debtors, their creditors, the Trustee, the Office of the United States Trustee or any employee of that office or any other parties in interest; or
- f. has any other interest, direct or indirect, which may affect or be affected by the provision of services proposed hereunder.
- 17. Gavin/Solmonese will provide services to no entity other than the Committee in connection with these Chapter 11 cases.
- 18. To the best of my knowledge, information and belief, except as set forth herein, there are no other instances where Gavin/Solmonese has, has had, or might be deemed to have or have had connections with the Debtors, creditors, or other parties in interest.
  - 19. Gavin/Solmonese has not received a retainer.
- 20. Gavin/Solmonese has agreed to be employed by the Committee at the firm's customary, hourly rates for comparable matters and understands that the firm's compensation is to be paid and the expenses and costs are to be reimbursed upon application to the Court and is subject to the Court's approval and/or pursuant to any administrative procedures

established by order of the Court, after notice and a hearing. Gavin/Solmonese anticipates that the following are the core team of advisors who will be primarily responsible for this engagement and the current hourly rates, which Gavin/Solmonese customarily charges for their services:

Edward T. Gavin, CTP \$750.00 /hour Stanley Mastil \$500.00 /hour

- 21. Other professionals, Employees and Associates at Gavin/Solmonese may be called upon from time to time as the need and issues arise to provide services to the Committee in respect of certain aspects of these Chapter 11 cases. Hourly rates of Employees and associates of Gavin/Solmonese range from \$250.00 to \$750.00 per hour. Reasonable travel time will be charged at one-half of the applicable hourly rate unless actual work is performed during such travel time, in which case the full hourly rate will be charged. Gavin/Solmonese's rates may change from time to time in accordance with Gavin/Solmonese's established billing practices and procedures. Gavin/Solmonese will maintain detailed, contemporaneous records of time and necessary expenses provided or incurred in connection with the rendering of the financial advisory services described above by category and nature of the services rendered.
- 22. Gavin/Solmonese customarily and generally charges clients for the costs of support services the firm provides in connection with provision of professional services, including, without limitation, photocopying charges, long distance telephone calls, facsimile transmissions, messengers, courier mail, secretarial and administrative overtime and temporary services, travel, lodging and catering for meetings. Some of these services are provided by Gavin/Solmonese, in which case the charges are set by Gavin/Solmonese, and others are

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provided by third party service providers, in which case the charges are set by the providers.

Gavin/Solmonese will charge the cost of these expenses in a manner and at rates consistent

with charges generally made to the firm's other clients. All such charges for which

Gavin/Solmonese seeks payment are subject to Court approval and/or pursuant to any ad-

ministrative procedure established by Order of the Court.

23. No agreement or understanding exists between Gavin/Solmonese and any

other person (other than members or employees of the firm as disclosed herein) to share

compensation received for services to be rendered in connection with services to be provided

hereunder. No representations have been received or made by Gavin/Solmonese nor any

member or associate thereof, in respect of compensation in connection with these cases other

than in accordance with the provisions of the Bankruptcy Code.

24. By reason of the foregoing, I believe that Gavin/Solmonese is eligible for

employment and retention by the Committee pursuant to Sections 328 and 1103 of the Bank-

ruptcy Code and applicable rules of bankruptcy procedure.

Dated: July 7, 2020

3v: **८** 

Edward T. Gavin, CTP

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#### **APPENDIX "A"**

# **LVI Intermediate Holdings, Inc.,** *et al.* **Potential Parties in Interest**<sup>1</sup>

**Debtors** 

LVI Intermediate Holdings, Inc.

Total Vision Institute, LLC

QualSight, LLC

The LASIK Vision Institute, LLC

Cataract Vision Institute, LLC

Healthcare Marketing Services, LLC

Cataract Vision Institute Florida, LLC

TLC Vision Center Holdings, LLC

TLC Whitten Laser Eye Associates, LLC

TLC Vision Centers, LLC

TruVision, LLC

TruVision Contacts, LLC

Laser Eye Surgery, LLC

TLC Laser Eye Centers (Refractive I), LLC

TLC The Laser Center (Pittsburgh) L.L.C.

TLC The Laser Center (Indiana) LLC

TLC The Laser Center (Institute), LLC

LVI Missouri, LLC

# <u>Debtor Affiliates (current and/or former)</u>

and Trade Names

Advanced Laser Cataract of Oklahoma

Atlantic Eye

Bernitsky Vision

Bismark Refractive

Campen Eye Care, LLC

**Cataract Vision Institute** 

Eau Claire Refractive

Fisher Eye and Laser Center

Global Eye and Laser

Global Laser Vision Center

Gordon Schanzlin New Vision Institute

**Healthcare Marketing Services** 

Indianapolis Laser Eye Surgery Center

Johnson City Medical Center Hospital, Inc.

Laguna Hills Refractive, LLC

Laser Eye Surgery

Laser Vision Center of Edina

Lasik Vision Institute

LCA Vision, Inc.

LVI Group Holdings, LLC

LVI Group Holdings, LP

LVI-TLC Intermediate Blocker, Inc.

LVI Intermediate Holdings, Inc.

LVI Missouri

Memphis Refractive, LLC

Millennium Vision, Inc.

Mountain States Health Alliance

New York Eye Specialists

Pittsburgh Laser Eye Surgery Center

Providence Refractive

OualSight Inc.

SD II Eyeglasses Blocker Corp.

Sunglasses Mergerco, LLC

The LASIK Vision Institute

TLC Big Sky Laser Inc.

TLC Laser Eye Centers

TLC Laser Eye Centers (Refractive I) Inc.

TLC Laser Eye Centres

TLC London

TLC The Laser Center (Indiana)

TLC The Laser Center (Institute) Inc.

TLC The Laser Center (London) Inc.

TLC The Laser Center (Moncton), Inc.

The Laser Center (Moncton), in

TLC The Laser Center (Pittsburgh)

TLC The Laser Center (Refractive I)

TLC The Laser Center (Tri-Cities), Inc.

TLC The Laser Eye Centers

TLC Tri Cities Laser Center Inc.

**TLC Vision Center Holdings** 

TLC Vision Centers, Inc.

**TLC Vision Corporation** 

TLC Vision (USA) Corporation

TLC Whitten Laser Eye Associates

TLC Wildcard Corp.

**Total Vision Institute** 

TruVision, Inc.

<sup>&</sup>lt;sup>1</sup> This list (and the categories contained herein) is for the purpose of a conflicts check only and should not be relied upon by any party as a list of creditors or for any other purpose.

TruVision Contacts, Inc.
Vision Group Holdings, LLC
Vision Surgery & Laser Center, a
Surgical/Medical Group, Inc., dba Gordon &
Weiss Vision Institute, a Surgical/Medical
Group, Inc.
Whiting Clinic

Whiting Clinic
TLCVision®
LASIK Select<sup>SM</sup>
LaserVision®
OR Partners®

Midwest Surgical Services<sup>SM</sup> Vision Source! SM

#### **Equity Holders**

9597930 Canada Inc. 7761210 Canada Inc. 9876367 Canada Inc.

La Caisse de depot et placement du Quebec

4114710 Canada Inc. Dr. Avi Wallerstein 4114728 Canada Inc. Dr. Mark Cohen

Falcon Strategic Partners IV, L.P.

Macquarie Sierra Investment Holdings Inc.

LVI Super Intermediate Holdings, Inc.

LVI HoldCo, LLC

# **Non-Debtor Guarantors**

LVI HoldCo, LLC

LVI Intermediate Holdings II, LLC Sunglasses Intermediate Blocker, Inc. fka LVI-TLC Intermediate Blocker, Inc.

TLC Vision Capital, LLC

#### **Non-Debtors Affiliates**

Bismarck Refractive, LLC
Eau Claire Refractive, LLC
Laser Vision Center of Edina, LLC
LASIK Management Albany, LLC
LASIK Management Austin, LLC
LASIK Management Hackensack, LLC
LASIK Management Hartford, LLC
LASIK Management Houston, LLC
LASIK Management Indianapolis, LLC
LASIK Management Jacksonville, LLC
LASIK Management Long Island, LLC

LASIK Management Louisville, LLC
LASIK Management Orlando, LLC
LASIK Management Tampa, LLC
Providence Refractive LLC
TLC The Laser Center (Tri Cities), Inc. fka
TLC Tri Cities Laser Center Inc. fka Johnson
City Medical Center Hospital, Inc. fka
Mountain States Health Alliance
TLC Vision (Canada) Corp.

#### **Current and Former Officers and Directors**

Charice Y. Anderson Ronald Antoniewicz Lindsay T. Atwood Linck Bascomb David Benson Udell R. Blackham Ellen Jo Bochert Juan Bojorquez Ben L. Cook Dr. Sam Cox John Doyle Chris Folsom J. Scott Gentry, O.D. Larry Handen

Larry Handen William Heinrich Thomas F. Hickey, OD

Markus Hockenson

Tom Hodge

Lee A. Hofer, MD Ronald J. Kelly Brendan Kissane Jeffrey Landblom Monte Leidenix, MD

Bill Leonard
Karen W. Levy
Alan Marshall
Frank McMahon
William McMillin
Chantel Mercier
Lisa Melamed

Raymond Monteleone

Carr Moody Nadine Pelletier Dr. Ricard Phillips Ann Marie Piana Tom Piteo

James F. Rogers

Jon D. Seawright

Connie C. Shen

John Sieger

Harvey L. Tepner

Rolando Toyos, MD

David Tripp

Dr. William Tullo

Andrew Wampler

Irene Wang

Jim Wilder

Kathryn Wilhoit

William Wolz

Larry Workoczeski

Darren Yaphe

### **Lenders**

LBC Credit Partners III, L.P., as

Administrative Agent

LBC Credit Funding III, L.P.

LBC Credit Funding III GP, LLC

LBC Credit Partners Parallel III, L.P.

LBC III KB Funding, LLC

LBC Credit Management, L.P.

LBC III JC Funding, LLC

Audax Senior Loan Fund SPV, LLC

Audax Credit Opportunities Offshore Ltd.

Audax Credit Opportunities (SBA), LLC

Audax Credit Strategies (SCS) SPV, LLC

Audax Senior Loan Insurance Fund SPV, LLC

Teachers Insurance and Annuity Association

of America

Nuveen Alternatives Advisors LLC

TIAA Churchill Middle Market CLO I Ltd.

Churchill Asset Management LLC

Churchill MMSLF Funding 1, LLC

TGAM Churchill Middle Market Senior Loan

Fund, LP

Churchill LLC

Churchill MMSLF GT 1

TGAM Churchill Fund GP LLC

JFIN Fund III LLC

JFIN Asset Management LLC

JFIN MM CLO 2014 Ltd.

Apex Credit Partners LLC

Jefferies Finance LLC

MetLife Investment Advisors, LLC

Maranon Loan Funding 2015-1, LTD.

Maranon Loan Funding 2016-1, LTD.

Maranon Capital, L.P.

Maranon Capital Ultimate General Partner

LLC

Maranon Loan Funding 2018-1, LTD.

#### **Other Debt Holders**

Alcon Vision, LLC - Installment Loan Agmt

TLC Vision (Canada) Corporation –

Intercompany Loan

# **Debtors' Proposed Professionals**

Cole Schotz P.C.

Raymond James & Associates, Inc.

Alvarez & Marsal Health Care Industry Group, LLC

Ford & Harrison LLP

Cooley LLP

Katten Muchin Rosenman LLP

**Grant Thornton LLP** 

Bryan Cave Leighton Paisner LLP

Alvarez & Marsal Capital

Alvarez & Marsal North America, LLC

Donlin Recano & Company, Inc.

Waller Lansden Dortch & Davis, LLP

RSM US LLP

Saul Ewing Arnstein & Lehr LLP

Paladin Global Partners

Sharon Brown

**Nelson Mullins** 

**Rasky Partners** 

#### **Cash Management Banks**

Bank of America

BB&T

JPMorgan Chase Bank, N.A.

First Bank

Key Bank National Association

Regions Bank

Wells Fargo Bank

# **Other Banks**

Synchrony Bank

The Toronto-Dominion Bank (aka TD Bank)

Citizens Bank of Pennsylvania

JPMorgan Chase Bank, NA Canada

# **Current and Former Landlords**

1021 Pinnacle Point LLC

11200 Rockville Pike, LLC

1133-300 Member, LLC

1133-300 Westchester Avenue, LLC

1133-399 Member, LLC

1133-399 Westchester Avenue, LLC

1375 Kings Highway LLC 16 Court Street Owner LLC

1801 K Street Investors, L.L.C.

20350 TDR, LLC

2418 Crossroads Drive L.L.C.

2526 Investment Co.

2526 Investment Co., L.L.C.

300 Main Street, Inc.

3030 North Rocky Point Drive, LLC

3595 Grandview Parkway Holdings, LLC

360Partners Consulting LP

399 Crosswest of New York, LLC

400 Fifth Avenue – VEF III, LLC

5 CP LLC

555 Associates

555 Investors

A & B Properties Inc., successor by merger to

WDCI, Inc.

ABS of Naples, LLC

Adventus Rosemont #3 GP LLC

Adventus US Realty #7 LP as successor in interest to AG-WOA Columbia Centre III

Owner, L.L.C.

AHP Venture I, L.L.C.

Albany Enterprises, LLC

AP-Fletcher Parkway LLC

Arden Realty, Inc.

Arden Realty Limited Partnership

AREP Meridian I LLC

Ashcraft Real Estate & Development Corp.

Atrium MT, LLC

**Aventine Partners** 

Aventine TSA Ltd.

BA DC I LLC

Ballas Place, L.L.C.

Banyan Street/GAP Satellite Place 400

Owner, LLC

Bayou Verret Lands, LLC

BDG Galleria 75, LLC as successor in interest

to Cousins Properties Incorporated

Bel-Red Medical Dental Center, LLC

Bellevue Lincoln Plaza, LLC

Bestest, LLC

Billingsley Road Partners, LLC

Blaymore I, LP

Blenheim DC I LLC

Brandywine Charlottesville LLC

Brandywine Operating Partnership, L.P.

**Brandywine Realty Trust** 

BRE IL Office Owner LLC

Bridgeport Point Investors, LLC

Brigid Capital, LLC

Broe Real Estate Services, Inc.

Butler Investment Group, LLC

**CAM Plantation LLC** 

Camelback 2929 Owner, LLC

Carolina Vision Optometrists, PLLC

Casella Watertower, LLC

Castle Creek Investment Group, Inc.

Castle Creek Investment Group, LLC as

successor in interest to New Boston Moat

Limited Partnership

Castle Creek Property L.L.C.

CH Realty VII/R Tualatin Bridgeport L.L.C.

Charles-Orms Associates

Charlotte Medical Plaza Partners, LLC

Chesapeake Eye Care and Laser Center. P.C.

CIM/11600 Wilshire (Los Angeles) GP, LLC

CIM/11600 Wilshire (Los Angeles), L.P.

Citimark Management Co., Inc., as agent for

New Boston Moat LP

CPI/AHP Charlotte MOB Owner. L.L.C.

Cranbrook Group, Inc.

Cranbrook Realty Investment Fund, L.P. dba

Airport Corporate Centre

CRP Investors, LLC

CRP-2 Chesterfield, LLC

CV 363 Centennial Parkway, LLC

Dow, Lange, & Hofer, LLC

DRA CRP Germantown Center, L.P.

EastGroup Properties, L.P.

EastGroup Properties General Partners, Inc.

Executive Center Member LLC

Executive Center Wisconsin, LLC

Faith Et Fils, Inc.

Farmington Exchange, LLC FC Richmond II, LLC

First Berkshire Business Trust Flagship Capital Partners, LLC Flagship Church Street, LLC Florida Management Company Foothills Retail Plaza, LLC Fuller 1800 Bering GP, LLC Fund VIII Pointe Broward, L.P. Fund VIII Pointe Broward, LLC

Galleria Acquisition Inc.

Garrison Greenville Patewood I LLC

Genesis Building Ltd. Georgelist Holdings, LP Gibraltar Associates, Inc.

GKII 1800 Bering, LLC as successor in interest to Bering Office Partners, LLC and 1800 Bering, L.P.

GLB Aventine, L.P. GLB Avman LLC

Glenborough Aventine, LLC JDKJ Partnership, LLP

Hale Center for Refractive Surgery, LLC a/k/a Hale Vision Correction Center, Hale Vision,

LLC and Hale Vision Laser and Implant

Center

HCP Springs MOB Louisville, LLC

HGR, LLC

Highwoods Properties, Inc.

Highwoods Realty Limited Partnership

Hill Management Services, Inc.

HPN Holdings, LLC HTA-Kendall, LLC

IL-Westbrook Corporate Center, L.L.C.

Insite Properties, LLC

Investment 20350 DKF, LLC Investment 20350 RDG, LLC Investment 20350 TDB, LLC

ISB Investors, LLC d/b/a Westlake Corporate

Park

JESANDREIS, LLC

KBS Realty Advisors, LLC KemWoodGray, LLC Kenney Avenue, LLC Kenwood Place Once, LLC Kirkorian Enterprises, L.L.C., as agent for

Summerhill Plaza Partners, LLC

Kirkpatrick Plaza, LLC Koelbel and Company **KPK** Eagle Investments KWC Acacia Court, LLC

LaSalle National Trust, N.A. as successor

Trustee

Laser and Corneal Surgery Associates P.C. LBUBS 2007-C2 Castle Creek Parkway, LLC

Long Ridge Office Portfolio, L.P. Loma Ten Business Park LP

Maric 400, LLC

Moneydart Services, Inc.

Morrison Roxborough Associates, LLC Morrison Roxborough Properties NC, LLC Morrison Roxborough Properties Venture, LLC

Mountain Towers Properties, LLC

MSD-DV San Bruno, LLC MVP Management, LLC New Boston Fund, Inc.

Normandy Waltham Holdings, LLC North Decatur Square Partners, LLC as successor in interest to Cousins Properties

Incorporated

Northridge Capital, LLC NTS Properties, LC O'Neill Intermediary, LLC

Oak Brook Place LLC

Oakland Commons Acquisition, LLC Oakland Commons Manager, Inc.

OKC LPOB LLC

Omni Combined W.E., LLC

Ophthalmic Consultants of Long Island

ORIX Capital Markets, LLC Overton Green GP, LLC

Overton Green Property Owner, LP

Pavilion Park, Inc. Pembrook Maitland, Ltd. Piedmont Center, LLC Perimeter MOB LLC Pistris Cavae, LLC PJP Building Two, L.C.

PKY Fund II Tampa II, LLC Plymouth Campus Associates Poseidon Inland Empire, LLC

Prim Rockville Pike, LLC

Profectis Partners LLC

Prospect Fifth Ave, LLC as successor in interest to 400 Fifth Avenue, LLC

RAIT General, Inc. RAIT Partnership, L.P.

Realty Associates Advisors LLC

Realty Associates Advisors Trust

Realty Associates Fund VII LLC

Realty Associates Fund VIII LLC

Realty Associates Iowa Corporation

Regions Financial Tower, LLLP

Richard J. Kelly, Trustee of RJK Mall Road

Nominee Trust

Ridge Bluff Management Co., L.L.C.

Ridge Bluff Partners, LTD.

**RJK Mall Road Nominee Trust** 

Rochelle Park Corporate Center

Rosemont Concourse Operating LLC as successor in interest to Jacksonville

Concourse II, LLC

S.C.P. (Aventine), Inc.

S.C. Properties (Hawaii), Inc.

SCP-Scott Perimeter Crossing LLC

Sal Investments, LLC

Sasi Investments, LLC

Seven Springs Triple T Partners

Shareholder Value, LTD

Silver Creek, LLC

Silverman and Company, Inc., Agent for

Harold R. Silverman, LLC

Slosburg Real Property

SMII/TRP Properties/LP, L.P.

STP Westlake, LP

Summit Properties Inc., as successor in interest to Old Oak Properties Inc.

Sunbeam Development Corporation

Sunny Lemon, LLC

T. Wall Properties L.L.C.

**Texas Name Investment Corporation** 

Texas Name Limited

Texas Name Limited by N.F. Mgmt., Inc.

The Eye Clinic of North Dakota, P.C.

The Pointe at Bridgeport, LLC

The Realty Associates Fund VII, L.P.

The Realty Associates Fund VIII, L.P.

Tower 1555, LLLP

Toyos, Rolando, M.D.

TNHYIF REIV Sierra, LLC

Treeline 100-400 GCP LLC

Triangle Family Eye Care OD PLLC

Tulsa Towers, L.L.C.

Turner SMSG, LLC

Tysons Park Place II LLC

Urban Renaissance Property Group, Inc.

UMC, LLC as successor in interest to

Beachstone Plaza

VEF III Funding, LLC as successor in merger

to 400 Fifth Avenue – VEF III, LLC

VGCC LC

Virtus-Flagship, LLC

Wellblack 1, LLC

Westar/Polaris III LLC

Westwood Owner, LLC as successor in

interest to The Realty Associates Fund VII,

L.P.

Whitehall, LLC

Whiting Properties, LLC

Whitten-Perraut Laser Eye Associates P.C.

Winn Properties Inc.

WOA Columbia Centre, LLC

WXI/AVE Gen-Par, L.L.C.

WXI/AVE Real Estate Limited Partnership

#### **Guarantors**

Perry S. Binder, M.D.

Michael Gordon, M.D.

Nancy S. Gordon

David I. Geffen, O.D.

Sylvia H. Geffen

Jack L. Weiss, M.D.

Elizabeth L. Weiss

# **Parties to Asset Purchase Agreements**

Therese Alban

Oday Alsheikh M.D.

Jason Greenberg

HB Vision, P.C.

The Laser Center of San Antonio, LLC

Damon Pettinelli

Anthony Salierno

Chirag Shah

Kenneth Smith

Stephen Whiteside

Randal J. Rabon, M.D.

Bavand Youssefzadeh, D.O. Z Eye Rental & Sales, LLC Jeffrey Zimm, M.D., P.A.

# **Executory Contracts Parties**

LSIH Holdco, LLC

MD Medical Marketing Inc.

#### **Parties to License Agreements**

Furlong Vision Correction Medical Center, Inc.

EyeCare Associates of South Tulsa, P.C.

GB Fisher III, D.O.P.A.

Gregory R. Cohen, M.D., P.A.

Aran Eye Associates Albert Aran, M.D.

WHITTEN Laser Eye Associates, P.C.

BMC Software, Inc.

Citrix

Compass Technologies

SolarWinds Worldwide, LLC

Adobe

j2 Cloud Services, Inc. j2 Global Ireland Limited

ISG Group, LLC dba IntelliSoft Group)

Microsoft Corporation Noble Systems Corporation Optizmo Technologies, LLC UXC Eclipse (USA) LLC Silverpop Systems Inc.

TierPoint, LLC Sophos Ltd.

Veeam Software

VMware, Inc.

San Jose Refractive LLC

MailFinance Inc., a Neopost USA Company

RCAP Leasing Inc.

Alcon Laboratories, Inc., a division of

Novartis

ADP

BirdEye

Concur

Data Warehouse

DocuShare

eFax

**Exact Target** 

Experian

Eyenstein

EyeSite

iMedicware

ITPro.TV

MacPractice

Management +

Marketo

**MEDBILL** 

Medics Elite

Modernizing Medicine EMA

MS CRM

MS Great Plains

MS Office 365

MyCredential.com

MyVisionExpress

NexTech

OfficeMate (Global Eye)

Patient Now

**Prolease** 

ReqLogic

**RESCO Mobile CRM** 

Scribe

Scribe online

Sharepoint

SumoText

Tableau

TLC CRM

# **Parties to Other Agreements**

Alcon Laboratories, Inc., a division of

Novartis – *Equipment Lease* 

Alcon Vision, LLC - Equip Capital Lease

Ziemer USA, Inc. - Sales Agreement

Henry Schein Inc.

Cisco Systems Capital Corporation -

Installment Payment; Lease Agmt

David Geffen, O.D. - Consulting Agmt

American Express Travel Related Services

Company, Inc.

Alison Gordon, M.D. -  ${\it Employment \, Agmt}$ 

Gordon Schanzlin New Vision Institute Inc. -

**Employment Agmt** 

Julio Echegoyen, M.D. - Employment Agmt

Farzad Yaghouti, M.D. Mmgt

Dan Jefferies, O.D. – General Partnership

Agmt.

Ocular Physicians Associates, P.L.L.C. -

**Mmgt Services Agmt** 

**Granite Network Integration** 

Dina Pust, O.D. - *Employment Agmt*Diana Pust, O.D. - *Employment Agmt* 

Patrick Chan MD, LLC - Employment Agmt

Patrick Chan, M.D. - Employment Agmt

Opt-Min, PA dba Whiting Clinic – *Prof.* 

Services Agmt.

Jabin Krassin, M.D. – *Prof. Services Agmt.* David W. Whiting, M.D. – *Mmgt Services* 

Agmt

e-BizSoft, Inc. - Master Services Agmt

Davis Vision Inc. - Client Agmt

Modus Direct, LLC – *Master Services Agmt* Stericycle, Inc. – *HIPAA Compliance Service* 

Agmt

AMO Sales and Service, Inc. - Pricing Ltr

Agmt

Johnson & Johnson Vision – Pricing Ltr

Agmt

Bausch + Lomb Surgical - *Pricing Ltr Agmt* 

Amobee dka Frontline Direct Inc. – Master

Services Agmt

GlobalWide Media, LLC – *Master Services* 

Agmt

Yelp Inc. – Purchase Order

Madrivo Media, LLC - Master Services Agmt

Marketing Architects, Inc. –  $Advertising\ Srvs$ 

Agmt

SJL Inc. – Agency Staffing Agmt

Sensis, Inc. – Engagement Agmt

Spire Vision LLC - Master Services Agmt

Vincodo, LLC – Master Services Agmt

#### **Utility Providers**

Albuquerque Water Utility

AT&T

Barking Dog Communications, LLC

Birch Communications/Fusion Connect

Broadview/Windstream Enterprise

Bullseye

Century Link

COMCAST

COMED

**Concorde Communications** 

**Consolidated Communications** 

Cox Communications

**CPS** Energy

DirecTV

Dish Network

El Paso Electric

Eversource

**FPL** 

Florida Power & Light

Georgia Power

**Granite Telecommunications** 

LG & E

Montana Dakota Utilities Co.

National Fuel

National Grid

New Mexico Gas Company

Northern Illinois Gas Company (NICOR)

Northern Virginia

Northwestern Energy

**NVEnergy** 

OG&E

Oklahoma Natural Gas

Omaha Public Power District

Optimum

PG&E

PNM Energy

PSEG Co

**Puget Sound Energy** 

Rocky Mountain Power

San Diego Gas & Electric

**Spectrum Business** 

Stericycle

TDS Metcom

**Telus Communications** 

**Texas Gas Service** 

**TPX Communications** 

**US Internet Corp** 

Verizon Wireless

Waste Connections, Inc-OKC

Waste Pro of Florida

West View Water

Windstream

XCEL Energy

XO Communications Services, LLC

Your Local Answer

#### **Major Insurers and Brokers**

Affiliated FM Insurance Company

AIG (WorldSource)

AIG Specialty Insurance Co.

Aon Risk Services, Inc.

Arch Insurance Canada Ltd.

Aviva Insurance Company of Canada

Beazley (Lloyds)

Berkley Professional Liability

Certain Underwriters at Lloyd's

Chubb

ENCON Group Inc.

Everest Insurance Company of Canada

Hartford

Lexington Insurance Co. (Lead)

Lloyds/Ascent Underwriting

MedPro

Nationwide

Purves Redmond Ltd - Broker

SOMPO/Endurance

**Temple Insurance Company** 

USI/AIG

Willis Towers Watson

XL

XL Reinsurance America Inc.

#### **Insurance for Employees**

OptumRx PBM of Illinois, Inc.

Mercer LLC

Pre-Paid Legal Services, Inc.

LS, Inc. dba LegalShield

Lincoln Financial Group

Lincoln National Corporation and its

affiliates

The Lincoln National Life Insurance

Company

Metropolitan Life Insurance Company

MetLife, Inc.

MetLife Vision

Vision Service Plan

Lincoln Life & Annuity Company of New

York

Discovery Benefits, Inc.

Aetna

Optum Bank

# Wells Fargo Bank

Stange Company

Washington L&I

Ohio Bureau of Workers Compensation

# **Other Governmental Agencies**

Pension Benefit Guaranty Corporation Internal Revenue Service

# **Taxing Authorities**

Alabama Department of Revenue

Arizona Department of Revenue

Arkansas Department of Finance &

Administration

California - Franchise Tax Board

California State Board of Equalization

(SBOE)

Colorado Department of Revenue

Commonwealth of Massachusetts Department

of Revenue

Comptroller of Maryland Revenue

Connecticut Department of Revenue Services

Florida Department of Revenue

Georgia Department of Revenue N.E.

Illinois Department of Revenue

Indiana Department of Revenue

Internal Revenue Service

Iowa Department of Revenue

Kansas Department of Revenue

Kentucky Department of Revenue

Louisiana Department of Revenue

Michigan Department of Treasury

Minnesota Department of Revenue

Missouri Department of Revenue

Montana Department of Revenue

Nebraska Department of Revenue

Nevada Department of Taxation

New Jersey Division of Taxation

New Mexico Tax & Revenue Dept.

New York Dept of Tax & Finance

North Carolina Dept. of Revenue

North Dakota Office of State Tax

Commissioner

Ohio Department of Taxation

Oklahoma Tax Commission

Oregon Department of Revenue

Pennsylvania Dept. of Revenue

Rhode Island Division of Taxation

South Carolina Dept. of Revenue Tennessee Department of Revenue Texas Comptroller of Public Accounts

US Department of the Treasury Utah State Tax Commission Virginia Department of Taxation

Washington State Department of Revenue

Wisconsin Department of Revenue

Alameda County Treasurer and Tax Collector

Albemarle County
Anne Arundel County

Arapahoe County Treasurer and Tax Collector Baltimore County Office of Budget and

Finance

Bernalillo County Treasurer

Bexar County Tax Assessor-Collector

Boulder County Treasurer and Tax Collector

Brookfield City Treasurer Broward County Tax Collector Burlington Tax Collector Cascade Township Treasurer Clackamas County Tax Collector

Clark County Assessor

Cobb County Tax Commissioner Collier County Tax Collector

Dallas County Tax Assessor-Collector

Davidson Metropolitan Trustee Dorchester County Treasurer Durham County Tax Collector Duval County Tax Collector Eau Claire County Treasurer

El Paso County Tax Assessor-Collector Fairfax County Dept of Tax Administration

Fairfield Town Tax Collector Farmington Tax Collector Fresno County Tax Collector Fulton County Tax Commissioner

Germantown City

Greenville County Tax Collector Guilford County Tax Department Gwinnett County Tax Commissioner

**Hamilton County Treasurer** 

Harris County Tax Assessor-Collector

Henrico Department of Finance Hillsborough County Tax Collector Hillsborough County Tax Collector Jefferson County Sheriff's Office Jefferson County Tax Collector

Johnson City Recorder Johnson County Treasurer King County Treasurer Lee County Tax Collector

Los Angeles County Tax Collector Lubbock Central Appraisal District

Madison City Treasurer Maricopa County Treasurer Marion County Treasurer

Mecklenburg County Tax Collector

Memphis City Treasurer

Miami-Dade County Tax Collector

Montgomery County MD Oklahoma County Treasurer

Orange County Treasurer-Tax Collector

Palm Beach County Tax Collector

Prince William County

Providence City Tax Collector Pulaski County Treasurer Richland County Treasurer

Sacramento County Tax Collector

Salt Lake County Assessor

San Bernardino County Tax Collector San Diego County Treasurer-Tax Collector San Joaquin County Treasurer-Tax Collector

San Mateo County Tax Collector Santa Clara County Dept of Tax and

Collections

Shelby County Trustee Southfield City Treasurer St Joseph County Treasurer

St Louis County Collector of Revenue Tarrant County Tax Assessor-Collector

Tulsa County Treasurer Utah County Treasurer

Virginia Beach City Treasurer

Waltham City Treasurer/Collector's Office

**Washington County** 

Washington County Trustee Waukesha County Treasurer Williamson County Trustee

Williamson County Tax Assessor-Collector

Yellowstone County Treasurer

# **Regulatory Agencies**

Securities and Exchange Commission

State of Arizona - Radiation Regulatory

Agency

Florida Department of Health - Bureau of

**Radiation Control** 

State of Florida - Palm Beach County

Department of Health, Div. of Environmental

Public Health

State of Florida – Duval County Department of Health, Div. of Environmental Public

Health

County of San Diego - Department of Environmental Health Unified Program

**Facility Permit** 

Ohio Department of Health Illinois Sept. of Insurance

State of Ohio - Board of Pharmacy

Illinois Emergency Management Agency,

Division of Nuclear Safety

Texas Dept of State Health Svc (DSHS) -Radiation Safety Lic Branch (RSLB

#### **Vendors**

110E406 LLC

11200 Rockville Pike LLC

1133-399 Westchester Avenue LLC dba 12

Interactive, LLC

1375 Kings Highway, LLC

1ST Solution Pest Control

2526 Investment Company

2E Creative, Inc.

3030 North Rocky Point Drive LLC

3595 Grandview Parkway Holdings LLC

5 Centerpointe Drive LLC

555 Associates

8 Southroads LLC

800 Response

9601 Blackwell ICJV LLC

A B Fire Equipment

A Special T Inc.

**ABB** Optical

Abenity Inc.

ABS of Naples LLC

**Access Information Protected** 

ACCO Engineered Systems Inc.

**ACCOUNTEMPS** 

Accounting Principals Inc.

Accutome Inc.

Ace Parking Management Inc.

Active Geographics, Inc.

Adal Corp/Jungle TV

ADP Screening and Selection Services

Adrevs

Adrian Leon

Advanced Data Systems Corp

Adventus US Realty #7 LP

Aetna

**AFCO Credit Corporation** 

Airgas USA LLC

Alabama Dept of Rev - 327320

Alaric Pannell

Albany Enterprises LLC

Alcon

Alcon Canada Inc.

Alcon Laboratories Inc.

Alden Optical

**Alexanders Uniforms** 

Alissa Augustine

Allergan USA Inc.

Allied World Insurance Company

Allina Health System

Allscripts Healthcare Solutions, Inc.

Allstate Maintenance Inc.

Alorica Inc.

Alverson Taylor Mortensen and Sanders

Alyssa Curcio

Amazon Business

Amber Zaunbrecher, O.D.

Amcon

Americall

American Express - 360001

American Family Fitness Inc.

American Optometric Association

**American Surgical Instruments** 

Americas PPO Healthez

Amex

Amine Belarbi

AMO Canada Company

AMO Sales and Service Inc.

Amobee Inc.

Amy Havens, O.D.

Anago of Nashville

Anderson Stamp & Engraving

Andrew Morgenstern

Andrew Munson

Anesthesia Service Medical Group Inc. \

**ASMG** 

Anodyne Surgical

Apex Pacific Partners I, LLC

**Apothecare Compounding Solutions** 

Aqua Filter Fresh Inc.

**Aramark Refreshment Services** 

**Archiers Scott** 

Arena District Pharmacy LLC

Arent Fox LLP Arianna Silver

Arkansas Department of Finance and

Admin

Arkansas Soft Water LLC Armor Defence Inc.

Armstrong Communication Systems Inc.

Arthouse Inc.

Arthur Goldner & Associates, Inc.

Arvik Upholstery Asd Healthcare

Ashcraft Real Estate and Development

Corp

Ashley Abbott Ashley Fogu Ashley Goldsmith Ashley Hibbert Ashley Pena

Asico Formerly American23

Association of Regulatory Boards of

Optometry, Inc. AT&T 5001 lvi 116 Atlantic Relocation Systems

Atwal Eye Care Avelient Inc.

Avella of Deer Valley, Inc. Avella Specialty Pharmacy

Award Masters, Inc. B Graczyk Inc.

Balboa Capital Corporation

Balogh Family Partnership II, LLC

Banker Lopez Gassler P.A.

Banyan Street/GAP Susp Mezz Holdings

LLC

Barthel Terrence Bartley Optical Bausch & Lomb Bausch & Lomb Surgical Bavand Youssefzadeh

Baxter Healthcare Corporation Bayou Verret Lands, LLC Beacon Communications Inc. Beitler McKee Optical Company

Benefit Hub Inc.

Berkeley Research Group, LLC

Bernalillo County Bernens Medical

Berry Coffee Company Inc.

Better Business Bureau of Wisconsin

Betterdot Systems Inc. Betty Lou Chappell

BF Saul Property Company Bhatia Ventures, LLC Bibb Ero Systems Inc.

Bibbero01 Bich Dao Pham Bio-Medtronics Biotissue Inc.

Birch Communications/ Fusion

Birdeye Inc.

Blanchard Contact Lens Inc.

Blaymore I, LP Blephex LLC

Blue Cross Blue Shield of South Carolina

Blue Dot Safes Corporation Bmo-I Ballas Place, LLC

Bonnie Pollock Boston Eye Group

**Bottones Maintenance LLC** 

Bracewood Management Series LLC Brandywine Operating Partnership, LP

**Brett Laiche** 

Bri 1875 Meridian, LLC

Bridget Mazzei Brigid Capital, LLC

Brix Marfori Bsi Services

Bud Griffin Customer Support-San

Antonio LLC Bullseye Telecom

Butler Investment Group LLC Bvi / Beaver-Visitec Int'l Inc.

C2s Investments Ltd

Cal Interpreting & Translations

Caldeco Mechanical Services, Inc.

California Choice Calipine Corporation Cam Plantation

Cambia Health Solutions Inc. Canada Revenue Agency Canada's Finest Coffee

Candace Chacon

Canon Financial Services Inc.

Capital Coffee LLC Cardinal Health Inc.

Carolina Vision Optometrists PLLC

Carrensten Johnson

Cartridge World Redmond

Cassandra Berk

Castle Creek Property, LLC

CDW LLC

Ceatus Media Group LLC Centennial Lakes III LLC

Centurylink Cenveo

CH Realty VII/R Tualatin Bridgeport Change Healthcare-Mckesson-Iladdr

Charles Miller Charlotte Pride

Chemdry of Rowayton

Chesapeake Eye Care and Laser

Chesen Laser Eye Center Christian Munive

Christian Wallive
Christine J. Kantor
Christopher McCreary

CIM SMA I Investments, LLC

CIM-11600 Wilshire Los Angeles, LP

Cintas Corporation

Cisco Systems Capital Corporation

City of Fresno

City of Huntington beach

City of Providence

City of Providence Tax Collector

City of Riviera Beach City of San Diego City of Santa Clara City of St Louis Park City of Virginia Beach

City of Virginia Beach Treasurer - 2408

City of Waltham

City View Electric, Inc.

Claudia Dominguez
Clia Laboratory Program

Clinical Property Holdings LLC

Cody Hildebrand

Coffee Ambassador Inc.

Cole Schotz PC Colonial Parking Inc.

Comcast

Comcast Cable 19398-3005

Commercial Plumbing and Heating Inc.

Compliance Document Services
Concentra Medical Centers
Concorde Communications
Concur Technologies, Inc.
Consolidated Communications
Converged Digital Networks LLC

Cooley LLP

Cooney, Scully and Dowling

Coopervision, Inc.

Corcoran Consulting Group

Corneagen Inc.

Council Affordable Quality Healthcare,

Inc

County of Fairfax - 10203 County of San Diego Courtney Wright

Cousins Fund II Tampa II LLC Covenant Technology Group LLC

Coverys

Cpac Equipment, Inc.

Cpi/Ahp Mob I, LLC - lvi065 Cpi/Ahp Mob I, LLC -lvi051

Cranbrook Realty Inv Fund LP dba

Airport Corp Cent

Credsimple

Crooz Media LLC

Crown Castle Fiber LLC

Crystal Rock LLC Crystal Spring Water CSA Management Inc.

CT Corporation Culligan - s4p 3y4 Culligan of Pittsburgh Culligan of Waukesha Culligan San Antonio

Cumulus Media, Inc. & Subsidiaries

Cupertino Partners VI

Cv 363 Centennial Parkway LLC

Dakota Precision Rx

Dan Grappi Daniel Recko

David Hershberger, M.D. David J. Schanzlin MD Inc.

Davis Vision, Inc.

Deaf Access Solutions Inc.
Debra A. Alexander
Dell Financial Services
Delta Dental of Minnesota

Denise Sanchez

Department of Commerce Dept of Labor and Industries

Dex Imaging, LLC

Diamond Spring Water Inc. Dioptics Medical Products Discovery Benefits Inc. Div 40 Richards, LLC Domain Listings

Dominick Neri

Douglas Campbell OD Douglas Emmett 2010 LLC

Dr Chad Mies

Dr Charles H Kinney Dr Daniel Vittone Dr Ghazaleh Matian Dr Hoda Sadighi Dr Huy Tran Dr Katherine Shen

Dr Mallorie Lindsey Dr Solomon Gould Dr. Alina Reznik Dr. James Judd Dr. Jessica Iida

Dr. Jonathan McGlothan

Dr. Pasquale Vecchio Optometry

Professional Corporation Dr. Steven Zalaznick Dr. Valerie Allen D-Tech North LLC

E O Johnson Company, Inc.

Eagle Laboratories
Eastgroup Properties LP
E-Bizsoft.Com Inc.
Ecom Folders

Elevate One LLC

Elite Building Care, Inc.

Elizabeth Snyder
Emilio J Griman
Empire Medical PC
Empire Optical Inc.
Empower Missouri
Endless Waters Inc.
Enterprise Rent A Car
Entos Design Inc.

Environment Mechanical Services, Inc. Environmental Control Janitorial of

Bellevue Inc.

Envision Infosoft Pvt. Ltd

Epnm Inc.

Epstein Becker & Green, P.C.

Erica Prentice Esi Inc.

Essilor Labortories of America Inc.

Eunice G. Campos Eureka Water Company Evan Tong, O.D. Eve Schubert

Evolve

Express Maintenance

**Evelyn Chenoweth** 

Eye Care & Laser Surgery at Newton-

Wellesley LLC Eye Care and Cure

Eye Care Center of Chesapeake Eye Center of Central Maine PA Eye Clinic of North Dakota

Eye Eco Inc.

Eye Surgeons Associates-Rocklsland

Eyebrain Medical Inc. Eyesupply USA, Inc.

Eyevance Pharmaceuticals LLC

Ezra Galler MD Facebook Inc.

Fagron/Jcb Laboratories

Fairview Pharmacy Services, LLC Falcon Investment Advisors LLC Farmington Exchange LLC

Faulkner, Tracy

Favorite Healthcare Staffing Inc.

Fc Richmond II LLC Fci Ophthalmics, Inc.

Elaine Perez

Federal Express Fedex - Dallas - TX

Fichte Endl & Elmer Eyecare

First Circle Realty Inc.
First Communications LLC
Fish Window Cleaning
Fisher & Phillips LLP

Flatiron Capital

Fldr Tlc Overton Centre LP Foothills Retail Plaza Inc. Ford & Harrison, LLP Frank Burger, O.D.

Freewheel Advertisers Inc.

Funke Electric Inc.

Fusion LLC

Galleria Acquisition

Galloway, Lucchese, Everson & Picchi

Garrana\_Rmg Apc
Gateway Digital Press-eft
Gemina Petruzzelli
Genesis Building Ltd
Georgelis Holdings LP
Gerald Bell, O.D.
Gerald Jedow

Gerard Jitechian
Gestalt LLC
Gh Correll

Gibbs Service Company Inc. Gibraltar Associates, Inc. GKII 1800 Bering LLC

Glassdoor

Global Software, LLC Globalwide Media, Inc. GO2 Partners Inc.

Gold Coast Ophthalmic Instrument

Google Inc.

Grand Strand Water & Sewer Authority

**Granite Telecommunications** 

Grant Thornton LLP Graphicon, Inc. Greatland Corporation

Greenville County Tax Collector

Gretchen Lawver Groh & Associates Inc.

Groupon Gt Cleaning

**Guardian Protection Services** 

Gulden Ophthalmics Hall Booth Smith, P.C.

Hamden Three Investors LLC Hamilton County Treasurer Hammes Partners III LP

Hansa Ophthalmics LLC-aka Precision

Sensis, Inc.

Harrell Eyecare Center Harris Beach PLLC Hart Wagner LLP Hauser Mechanical Inc.

Hawaii Bio Waste Systems Inc. Haynes Healthcare Group LLC Haynes Mechanical Systems, Inc. HCP Springs Mob Louisville LLC

Healthassure by Alsco Heather Werner Hennepin County Henry Schein Inc. Herbert's Pharmacy

Hgr LLC

Hill Management Service Inc.

Hoda Sadighi

Holland & Knight LLP Hpn Holdings LLC HTA-Kendall, LLC

Hubspot Inc.

Hudson Hospital & Clinic Husch Blackwell Sanders LLP HW Hollinger (Canada) Inc.

I.b.i.s. Inc.

Ia High Crossing LLC Icare Industries Inc. Idrive Interactive LLC IHEARTMEDIA

Illinois Optometric Association

Imedicware Inc.
Img Technologies Inc.

Imprimis Pharmaceuticals Inc.

Indiana Optometry Infologitech Inc.

Innova Medical Ophthalmics Innovative Discovery LLC Innovative Excimer Solutions

Instrumentarium Integra Telecom Inc.

**Inventive Infusion Solutions LP** 

Iron Mountain
Istorage Blue Ash
Istorage St Louis Park
J.M. Brennan, Inc.
Jacqueline Escarcega
Jake Lawrence

Jakylin Jones James Chisley James Fisher

James Kao Opthomology James Mark Estep Jamie Mullis

Janet Mathewson

Jani King National Accts Tx Jani-King of Fort Myers Jan-Pro of the Capital District

Javier Luna

Jax Concourse Property, LLC

Jean Paul Abboud
Jeff Archambault
Jennifer Ramirez
Jereyll Jackson
Jersey Pride, Inc.

Jeter Systems Corporation

John Belardo PLLC

Johnny Wen

Johnson & Johnson Care Inc.

Jones Walker LLP Julio Echegoyen MD Jw Surgical LLC

Kansas Department of Revenue 915

Kathryn Christie

Katten Muchin Rosenman LLP

Keeler USA Kelsey Fenner Ken Moadel

**Kencal Maintenance Corporation** 

Kenneth Kellogg Kenney Avenue LLC Kenwood Place One LLC

KF Parent II Kiesha Smith

King County Treasury Kirby Redman, O.D.

Kirkorian Enterprises L.L.C.

Klientboost LLC Konica Minolta KPB Partners, LLC Kraff Eye Institute Kraft Mechanical, LLC Kroll / Duff & Phelps

Kornika King

Kurth Sheet Metal Inc. Kwc Acacia Court LLC Laclede Gas Company

Lane Associates
Language Scientific
Lashback LLC
Latitude Retirement

Laz Parking Lee, Micheal Dr Legalshield Leiters

Level 3 Communications, LLC

Lifecare Inc

Lighthouse Services Inc.

Lilla Bonello Lillian Kuhl Lily Bradford

Lincoln Life & Annuity of NY

Linda Foley OD

Linde Electronics & Specialty Gases

Linde Gas LLC Lindtech Services Inc.

Linn County Eye Care PLLC

Linson Pharmacy Lite Source Inc.,

Livingston International Inc.

Local 628

Lombart Instrument

London Health Sciences Center

London Hydro

Luxottica of America - Gordon

Madrivo Media LLC

Majik Cleaning Service, Inc. Managed Outsource Solutions

Manuel Enriquez

Marchon

Marcolin USA Eyeware Corp.

Maria Scott, M.D.

Marion County Treasurer

Marisa Merkel

Mark Emmerich, O.D. Market Hatch Co. Inc.

Marketing Architects Marlin Business Bank Mary "Sarah" Otto

Mary Diaz Mary Nguyen Masterswitch It

Matthew Collomb Maxair Mechanical Inc. Maxim Staffing Solutions Mccarl's Services Inc. - 43920

Mccarthy, Kenney & Reidy, P.C.

Mcclung Printing, Inc.

Mci

Mckesson Medical Surgical Mckesson Specialty Health

Mdprospects Inc.
Med-Electronics, Inc.
Media6degrees Inc.
Med-Logics, Inc.
Medpro Group

Merus Refreshment Services, Inc.

Messer LLC

Metlife-Group Benefits/Metlife Small

**Business Center** 

Miami-Dade Police Department

Michael Brusco

Michael Gordon MD Inc. Michael Insler - exp Michael Lager

Michael Marino, M.D. Michea Peterkun

Michelle Shade Hinchliffe, O.D.

Michelle Uruena

Michelsohn Creative Communications

Microsoft Online Inc. Microspecialties, LLC Microsurgical Technology Midway Uniform Inc.

Midwest Language Banc, Inc. Millennium Surgical Corporation

Minh Lhat Le, O.D.

Minnesota Print Management

Minnesota Revenue

Minnesota Wild Hockey Club Minute Press Rich-Hen Inc.

Minuteman Press

Minuteman Press - Pawtucket

Minuteman Press - Waltham, MA

Minuteman Press-Vienna Mission Linen Supply Mmic Insurance Inc. Modus Direct LLC

Moneydart Global Services Inc.

Monique Bellemare Monument Parking

Moria Inc.

Morningstar Storage

Morrison Roxborough Properties NC LLC

Mount Ogden Eye Center LLC Mres Penn Holdings LLC MSD-DV San Bruno LLC

Msi Precision Speciality Instruments National Association of Vision Care Plans

National Maintenance Services Inc. Nationwide Business Concepts

Neil Casey, O.D. Nelson Laboratories

Nelson Mullins Riley & Scarborough

Neofunds by Neopost

Neopost

Neustar Info Services Inc.

New England Document Systems Inc.

New England Eye Institute New Possibilities Group LLC

Ngt Corporation Nicor Gas Company Noble Systems Normandy Carpet

North Carolina Department of Revenue

North Star Optical Northern Lights Optical

Norwalk Chamber of Commerce

Nrai Corporate Services

Nufit Media Inc. NY Vision Group

NYS Workers Compensation Board Oakland Commons Acquisition LLC

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O'Brien Pharmacy
Ocular Therapeutix Inc.

Oculus Inc.
Ocusoft Inc.

Odegard Gockel Development LLC

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Office of Finance, City of Los Angeles

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Omnicard, LLC

O'Neil Building Fund, LP On-Track Systems Inc.

Oogp Inc.

Ophthalmic Consultants of Long Island

Ophthalmic Instrument Co., Inc.

Opthalmologistprime PC

Opticall, Inc.

Optizmo Technologies LLC Optometric Society of New York

OptumRX Inc.

Orbit Media Studios Inc.

Paetec

Paladin Global Partners LLC

Palm Beach County Tax Collector

Patewood Holdings LLC

Patient Now Inc. Paypal Inc.

Pembrook Maitland Ltd Pencol-Medisave Pharmacy Penske Racing South Inc.

Pharos

Phoenix city treasurer 29690

Phsi - Pure Water Finance

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Pistris Cavae, LLC

Pitney Bowes Global Financial Services,

LLC

Pjp Holdco, LLC

Plunkett's Pest Control

Popp Telecom

Porfirio Avila Ibarra

Porter Pros LLC Precision Lens

Preferred Apartment Communities Operating

Partnership, L.P.

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Premier Ophthalmic Services Inc. Premium Assignment Corporation

Premium Refresment Service

Principal Life Insurance Company

Principal Life Insurance Company

Prism Eye Institute Profectus Partners LLC

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Proforma

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Solution Reach Sonomed

South Twin Executive Search LLC Southwest Eye Surgery Center Southwest Solutions Group Inc.

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Sterling Water Inc. - culligan Sterlizer Autoclave Solutions LLC

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Department of Health and Human Services

Lori Stiffler

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Judge Brendan L. Shannon

Judge John T. Dorsey

Judge Karen B. Owens

Judge Laurie Selber Silverstein

Judge Mary Walrath

Judge Ashley Chan

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Judge Colm F. Connolly

Judge Maryellen Noreika

Judge Richard G. Andrews

Chief Magistrate Judge Mary Pat Thynge

Magistrate Judge Christopher J. Burke

Magistrate Judge Jennifer L. Hall

Magistrate Judge Sherry R. Fallon

#### U.S. Court of Appeals Judges for the Third Circuit

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Judge Patty Shwartz

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Judge David J. Porter

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Judge Morton I. Greenberg

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Judge Robert E. Cowen

Judge Richard L. Nygaard Judge Jane R. Roth Judge Marjorie O. Rendell Judge Julio M. Fuentes Judge D. Michael Fisher

## **EXHIBIT B**

### IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE

In re:	:	Chapter 11
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LVI INTERMEDIATE HOLDINGS, INC. et al : Case No. 20-11413 (KBO)

Debtors. : RE D.I. \_\_\_\_\_

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# ORDER AUTHORIZING EMPLOYMENT AND RETENTION OF GAVIN/SOLMONESE LLC NUNC PRO TUNC TO JUNE 23, 2020 AS FINANCIAL ADVISOR TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS

Upon consideration of the Application of the Official Committee of Unsecured Creditors for an Order Pursuant to Bankruptcy Code Sections 328 and 1103 and Bankruptcy Rule 2014 Approving the Employment and Retention of Gavin/Solmonese LLC *nunc pro tunc* to June 23, 2020, as Financial Advisor to the Official Committee of Unsecured Creditors (the "Application")<sup>1</sup>; and the Court being satisfied, based upon the representations made in the Application and the Declaration of Edward T. Gavin, CTP that Gavin/Solmonese LLC ("Gavin/Solmonese") represents or holds no interests adverse to the Debtors or their estates, and that the employment of Gavin/Solmonese is necessary and is in the best interests of the Debtors' estates; and it appearing that Gavin/Solmonese is a "disinterested person" as the term is defined in Section 101(14) of the Bankruptcy Code; and it appearing that this Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and it appearing that this proceeding is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and it

<sup>1</sup> All capitalized terms not otherwise defined herein shall assume the meanings ascribed to them in the Application.

appearing that venue of this proceeding and this Application in this District is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that sufficient notice of the Application has been given; and good cause having been shown, it is hereby

ORDERED that the Application is GRANTED as set forth herein; and it is further ORDERED that the retention of Gavin/Solmonese as financial advisor to the Official Committee of Unsecured Creditors to perform all of the services set forth in the Application on the terms set forth in the Application is approved pursuant to Sections 328 and 1103 of the Bankruptcy Code, *nunc pro tunc* to June 23, 2020; and it is further

ORDERED, that Gavin/Solmonese is entitled to reimbursement of actual and necessary expenses, including legal fees related to this retention application and future fee applications as approved by the court, provided, however, that Gavin/Solmonese shall not seek reimbursement of any fees incurred defending any of Gavin/Solmonese's fee applications in these cases; and it is further

ORDERED that Gavin/Solmonese shall be compensated for work which will be billed on a tenth-of-an-hour basis, in accordance with the procedures set forth in Sections 328, 330 and 331 of the Bankruptcy Code, applicable Federal Rules of Bankruptcy Procedure, Local Rules of this Court, any administrative order governing professional fees in these cases, and any such procedures as may be fixed by order of this Court; and it is further

ORDERED, that no agreement or understanding exists between Gavin/Solmonese and any other person, other than as permitted by Bankruptcy Code section 504, to share compensation received for services rendered in connection with these cases, nor shall Gavin/Solmonese share or agree to share compensation received for services rendered in

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connection with these cases with any other person other than as permitted by Bankruptcy Code section 504; and it is further

ORDERED, that to the extent this Order is inconsistent with any prior order or pleading with respect to the Application in these cases, the terms of this Order shall govern; and it is further

ORDERED, that this Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

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